### FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL										
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# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  LAUREN RALPH					_	,		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
LAUREN R	<u>ALPH</u>								X	Director	X 10% C	Owner		
(1 A) (F A) (A F -   A  - A)								X	Officer (give title below)	Other below	(specify			
(Last) (First) (Middle) 650 MADISON AVE					action (N	Month/	/Day/Year)			,	nn & CEO	,		
(Street) NEW YORK	NY	10022	(Middle)  3. Date of Earliest Transaction 01/15/2010  4. If Amendment, Date of Or  Table I - Non-Derivative Securities Acqu  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  01/15/2010  01/15/2010  01/15/2010  s	f Origina	al Filed	d (Month/Day/Y	'ear)	6. Indiv	6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person					
(City)	(State)	(Zip)							Form filed by More than One Reporting Perso					
		Table I - N	on-Derivativ	e Securities Ac	quire	d, Di	sposed of,	or Bei	neficially C	wned				
1. Title of Security (Instr. 3)			Date	Execution Date, if any		ction Instr.	4. Securities / Disposed Of (			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
					Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Class A Commo	on Stock		01/15/2010		M		20,833	A	\$26.705	538,162.34	D			
Class A Commo	on Stock		01/15/2010		С		100,000	A	\$0	638,162.34	D			
Class A Commo	on Stock		01/15/2010		S <sup>(1)</sup>		87,582	D	\$83.416(2)	550,580.34	D			
Class A Commo	on Stock		01/15/2010		S <sup>(1)</sup>		32,251	D	\$84.323(3)	518,329.34	D			
Class A Commo	on Stock		01/15/2010		c(1)		1.000	D	\$85,087(4)	517 320 34	D			

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g. nuts calls warrants ontions convertible securities)

(e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Class A Common Stock Option (Right to Buy)	\$26.705	01/15/2010		М			20,833	(5)	06/19/2011	Class A Common Stock	20,833	\$0	229,167	D	
Class B Common Stock	\$0	01/15/2010		С			100,000	(6)	(6)	Class A Common Stock	100,000	\$0	19,250,020	D	
Class B Common Stock	(6)							(6)	(6)	Class A Common Stock	1,557,503		1,557,503	I	By RL Family, LP
Class B Common Stock	(6)							(6)	(6)	Class A Common Stock	10,310,514		10,310,514	I	By RL Holding, LP
Class B Common Stock	(6)							(6)	(6)	Class A Common Stock	30,729		30,729	I	By RL Holding Group, Inc.
Class B Common Stock	(6)							(6)	(6)	Class A Common Stock	5,904,966		5,904,966	I	By GRATs
Class B Common Stock	(6)							(6)	(6)	Class A Common Stock	3,183,862		3,183,862	I	By Wife's GRATs

### **Explanation of Responses:**

- 1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan established by the reporting person in connection with his individual long-term strategy for estate planning.
- 2. The price represents the weighted average sale price for multiple transactions reported on this line. The prices of the transactions ranged from \$82.88 to \$83.88. Upon request of the SEC staff, Polo Ralph Lauren Corporation (the "Company") or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold at each separate price.
- 3. The price represents the weighted average sale price for multiple transactions reported on this line. The prices of the transactions ranged from \$83.89 to \$84.86. Upon request of the SEC staff, the Company or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold at each separate price.
- 4. The price represents the weighted average sale price for multiple transactions reported on this line. The prices of the transactions ranged from \$84.94 to \$85.37. Upon request of the SEC staff, the Company or a
- security holder of the Company, the reporting person will provide full information regarding the number of shares sold at each separate price. 5. The options vested and became exercisable in three equal annual installments beginning on June 19, 2002. These options are scheduled to expire on June 19, 2011.
- 6. The reporting person has the right, at his option, at any time and from time to time, to convert shares of Class B Common Stock into Class A Common Stock on a one-for-one basis.

Yen D. Chu, Attorney-in-Fact 01/19/2010

\*\* Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.